



UNITED STATES BANKRUPTCY COURT
DISTRICT OF NEW JERSEY
Caption in Compliance with D.N.J. LBR 9004-1(b)

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In re:

FRANK THEATRES BAYONNE/SOUTH
COVE, LLC, *et al.*,¹

Debtors.

Order Filed on June 25, 2020
by Clerk,
U.S. Bankruptcy Court
District of New Jersey

Chapter 11

Case No. 18-34808 (SLM)

(Jointly Administered)

**ORDER GRANTING SIXTH OMNIBUS
JOINT OBJECTION TO CLAIMS SEEKING TO DISALLOW AND
EXPUNGE CERTAIN (I) NO LIABILITY CLAIMS AND (II) SATISFIED CLAIMS**

The relief set forth on the following pages, number two (2) through and including four (4), is hereby **ORDERED**:

DATED: June 25, 2020

Honorable Stacey L. Meisel
United States Bankruptcy Judge

¹ The Post-Confirmation Debtors in these chapter 11 cases and the last four digits of each Debtor's taxpayer identification number are as follows: Frank Theatres Bayonne/South Cove, LLC (3162); Frank All Star Theatres, LLC (0420); Frank Theatres Kingsport LLC (5083); Frank Theatres Montgomeryville, LLC (0692); Frank Theatres Rio, LLC (1591); Frank Theatres Towne, LLC (1528); Frank Theatres Mt. Airy, LLC (7429); Frank Theatres Sanford, LLC (7475); Frank Theatres Shallotte, LLC (7548); Revolutions at City Place LLC (6048); Revolutions of Saucon Valley LLC (1135); Frank Entertainment Rock Hill LLC (0753); Frank Entertainment PSL, LLC (7033); Frank Hospitality Saucon Valley LLC (8570); and Galleria Cinema, LLC (2529).

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Debtors: Frank Theatres Bayonne/South Cove, LLC, *et al.*

Case No.: 18- 34808 (SLM)

Caption: Order Granting Sixth Omnibus Joint Objection to Claims Seeking to Disallow and Expunge Certain (I) No Liability Claims and (II) Satisfied Claims

Upon the sixth joint omnibus objection (the “Omnibus Objection”)² of the Liquidating Trust and the Administrative and Priority Claims Agent in the above-captioned Chapter 11 Cases seeking entry of an order, pursuant to sections 105(a) and 502 of the Bankruptcy Code, Bankruptcy Rule 3007, and Local Rules 3007-1, disallowing and expunging each of the claims set forth on Schedule 1 hereto because each such claim has no basis in law and disallowing and expunging each of the Satisfied Claims set forth on Schedule 2 hereto because such claims have already been satisfied in full; and the Court having jurisdiction to consider this matter pursuant to 28 U.S.C. §§ 157 and 1334; and venue being proper before the Court pursuant to 28 U.S.C. §§ 1408 and 1409; and consideration of the Omnibus Objection being a core proceeding pursuant to 28 U.S.C. § 157(b); and it appearing that proper and adequate notice of the Omnibus Objection has been given and that no other or further notice is necessary; and upon the record herein; and the Court having determined that the relief sought by the Omnibus Objection is in the best interests of the Liquidating Trust, the estates, and creditors; and after due deliberation and good and sufficient cause appearing therefor;

IT IS HEREBY ORDERED THAT:

1. The Omnibus Objection is GRANTED as set forth herein.
2. The No Liability Claims listed on Schedule 1 and the Satisfied Claims listed on Schedule 2 to this Order are disallowed and expunged in their entirety.

² Capitalized terms used but not otherwise defined herein shall have the meanings ascribed to them in the Omnibus Objection.

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Debtors: Frank Theatres Bayonne/South Cove, LLC, *et al.*

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3. The rights of the Movants to object in the future to any of the claims that are the subject of the Omnibus Objection on any grounds, and to amend, modify, and/or supplement the Omnibus Objection, including, without limitation, to object to amended or newly filed claims is hereby reserved. Without limiting the generality of the foregoing, the Movants specifically reserve the right to amend the Omnibus Objection, file additional papers in support of the Omnibus Objection, or take any other appropriate actions, including to (a) respond to any allegation or defense that may be raised in a response filed in accordance with the Omnibus Objection by or on behalf of any of the claimants or other interested parties; (b) object further to any No Liability Claim or Satisfied Claim for which a claimant provides (or attempts to provide) additional documentation or substantiation; and (c) object further to any No Liability Claim or Satisfied Claim based on additional information that may be discovered upon further review by the Movants or through discovery pursuant to the applicable provisions of the Bankruptcy Rules.

4. For the avoidance of doubt, nothing in the Omnibus Objection or this Order shall be deemed or construed to (a) constitute an admission as to the validity or priority of any claim against the Movants, (b) an implication or admission that any particular claim is of a type specified or defined in this Order or the Omnibus Objection, and/or (c) constitute a waiver of the Movants' rights to dispute any claim on any grounds.

5. The Movants, the claims and noticing agent (Prime Clerk LLC), and the Clerk of this Court are authorized to take any and all actions that are necessary or appropriate to give effect to this Order.

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Debtors: Frank Theatres Bayonne/South Cove, LLC, *et al.*

Case No.: 18- 34808 (SLM)

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¶ The objection to each claim addressed in the Omnibus Objection and as set forth on **Schedule 1** and **Schedule 2** attached hereto constitutes a separate contested matter as contemplated by Bankruptcy Rule 9014. This Order shall be deemed a separate order with respect to each claim that is the subject of the Omnibus Objection and this Order. Any stay of this Order pending appeal by any claimants whose claims are subject to this Order shall only apply to the contested matter that involves such claimant and shall not stay the applicability and/or finality of this Order with respect to any other contested matters addressed in the Omnibus Objection and this Order.

¶ The requirement set forth in Local Rule 9013-1(a)(3) that any motion or other request for relief be accompanied by a memorandum of law is hereby deemed satisfied by the contents of the Omnibus Objection or otherwise waived.

¶ Notwithstanding any applicability of any of the Bankruptcy Rules, the terms and conditions of this Order shall be immediately effective and enforceable upon its entry.

¶ The Court retains exclusive jurisdiction with respect to all matters arising from or related to the implementation of this Order.

SCHEDULE 1
FRANK THEATRES BAYONNE/SOUTH COVE, LLC, et al.
IRS Claims – No Liability

Name of Claimant	Date Claim Filed	Claim Number	Claim Amount	Reason for Disallowance
Department of the Treasury – Internal Revenue Service P.O. Box 7346 Philadelphia, PA 19101-7346	2/28/2019	105	\$4,726.38	No basis in law to assess.
Department of the Treasury – Internal Revenue Service P.O. Box 7346 Philadelphia, PA 19101-7346	2/28/2019	107	\$21,600.00	No basis in law to assess and has been withdrawn.
Department of the Treasury – Internal Revenue Service P.O. Box 7346 Philadelphia, PA 19101-7346	2/28/2019	108	\$21,600.00	No basis in law to assess and has been withdrawn.
Department of the Treasury – Internal Revenue Service P.O. Box 7346 Philadelphia, PA 19101-7346	2/28/2019	111	\$17,280.00	No basis in law to assess and has been withdrawn.
Department of the Treasury – Internal Revenue Service P.O. Box 7346 Philadelphia, PA 19101-7346	2/28/2019	112	\$6,480.00	No basis in law to assess and has been withdrawn.
Department of the Treasury – Internal Revenue Service P.O. Box 7346 Philadelphia, PA 19101-7346	2/28/2019	113	\$21,600.00	No basis in law to assess and has been withdrawn.
Department of the Treasury – Internal Revenue Service P.O. Box 7346 Philadelphia, PA 19101-7346	2/28/2019	114	\$10,800.00	No basis in law to assess and has been withdrawn.

SCHEDULE 1
FRANK THEATRES BAYONNE/SOUTH COVE, LLC, et al.
IRS Claims – No Liability

Name of Claimant	Date Claim Filed	Claim Number	Claim Amount	Reason for Disallowance
Department of the Treasury – Internal Revenue Service P.O. Box 7346 Philadelphia, PA 19101-7346	2/28/2019	115	\$8,640.00	No basis in law to assess and has been withdrawn.
Department of the Treasury – Internal Revenue Service P.O. Box 7346 Philadelphia, PA 19101-7346	2/28/2019	116	\$19,440.00	No basis in law to assess and has been withdrawn.
Department of the Treasury – Internal Revenue Service P.O. Box 7346 Philadelphia, PA 19101-7346	2/28/2019	117	\$6,480.00	No basis in law to assess and has been withdrawn.
Department of the Treasury – Internal Revenue Service P.O. Box 7346 Philadelphia, PA 19101-7346	2/28/2019	118	\$19,440.00	No basis in law to assess and has been withdrawn.
Department of the Treasury – Internal Revenue Service P.O. Box 7346 Philadelphia, PA 19101-7346	2/28/2019	119	\$12,960.00	No basis in law to assess and has been withdrawn.
Department of the Treasury – Internal Revenue Service P.O. Box 7346 Philadelphia, PA 19101-7346	2/28/2019	120	\$10,800.00	No basis in law to assess and has been withdrawn.
Department of the Treasury – Internal Revenue Service P.O. Box 7346 Philadelphia, PA 19101-7346	2/28/2019	121	\$14,052.69	No basis in law to assess.

SCHEDULE 1
FRANK THEATRES BAYONNE/SOUTH COVE, LLC, et al.
IRS Claims – No Liability

Name of Claimant	Date Claim Filed	Claim Number	Claim Amount	Reason for Disallowance
Department of the Treasury – Internal Revenue Service P.O. Box 7346 Philadelphia, PA 19101-7346	2/28/2019	122	\$19,440.00	No basis in law to assess and has been withdrawn.
Department of the Treasury – Internal Revenue Service P.O. Box 7346 Philadelphia, PA 19101-7346	2/28/2019	123	\$19,440.00	No basis in law to assess and has been withdrawn.
Department of the Treasury – Internal Revenue Service P.O. Box 7346 Philadelphia, PA 19101-7346	2/28/2019	124	\$21,600.00	No basis in law to assess and has been withdrawn.
Department of the Treasury – Internal Revenue Service P.O. Box 7346 Philadelphia, PA 19101-7346	2/28/2019	125	\$19,440.00	No basis in law to assess and has been withdrawn.
Department of the Treasury – Internal Revenue Service P.O. Box 7346 Philadelphia, PA 19101-7346	2/28/2019	126	\$4,726.38	No basis in law to assess.
Department of the Treasury – Internal Revenue Service P.O. Box 7346 Philadelphia, PA 19101-7346	2/28/2019	127	\$19,440.00	No basis in law to assess and has been withdrawn.
Department of the Treasury - Internal Revenue Service P.O. Box 7346 Philadelphia, PA 19101-7346	02/28/2019	129	\$0.00	No basis in law to assess and has been withdrawn.

SCHEDULE 1
FRANK THEATRES BAYONNE/SOUTH COVE, LLC, et al.
IRS Claims – No Liability

Name of Claimant	Date Claim Filed	Claim Number	Claim Amount	Reason for Disallowance
Department of the Treasury – Internal Revenue Service P.O. Box 7346 Philadelphia, PA 19101-7346	2/27/2019	142	\$21,600.00	No basis in law to assess and has been withdrawn.
Department of the Treasury – Internal Revenue Service P.O. Box 7346 Philadelphia, PA 19101-7346	2/28/2019	144	\$19,440.00	No basis in law to assess and has been withdrawn.
Department of the Treasury – Internal Revenue Service P.O. Box 7346 Philadelphia, PA 19101-7346	8/26/20019	323	\$0.00	No basis in law to assess.
Department of the Treasury – Internal Revenue Service P.O. Box 7346 Philadelphia, PA 19101-7346	8/26/2019	324	\$0.00	No basis in law to assess and has been withdrawn.

FRANK THEATRES BAYONNE/SOUTH COVE, LLC, et al.
Satisfied Claims
Schedule 2

Name of Claimant	Debtor	Claim/Schedule Number	Date Filed	Claim Amount	Basis for Claim Satisfaction
Pennsylvania Department of Revenue Bankruptcy Division PO Box 280946 Harrisburg, PA 17128-0946	Frank Entertainment Group, LLC	18	1/18/2019	\$20.00 (General Unsecured) \$208.75 (Priority)	Claim paid in full.
Pennsylvania Department of Revenue Bankruptcy Division PO Box 280946 Harrisburg, PA 17128-0946	Frank Management, LLC	19	01/18/2019	\$1,292.89 (General Unsecured) \$16,174.55 (Priority) \$4,861.22 (Secured)	Claim paid in full.
Pennsylvania Department of Revenue Bankruptcy Division PO Box 280946 Harrisburg, PA 17128-0946	Revolutions of Saucon Valley LLC	20	01/18/2019	\$483.33 (General Unsecured) \$5,944.72 (Priority)	Claim paid in full.
PA Department of Revenue PO Box 280406 Harrisburg, PA 17128-0406	Frank Theatres York, LLC	862423		\$2,036.57 (Priority)	Claim paid in full.

FRANK THEATRES BAYONNE/SOUTH COVE, LLC, *et al.*
Satisfied Claims
Schedule 2

Name of Claimant	Debtor	Claim/Schedule Number	Date Filed	Claim Amount	Basis for Claim Satisfaction
PA Department of Revenue PO Box 280406 Harrisburg, PA 17128-0406	Frank Theatres York, LLC	862261		\$64,433.39 (Priority)	Claim paid in full.